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November 26, 2002

**VIA FEDERAL EXPRESS**

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

Re: Docket No. 02-00232, Transfer of Ultimate Control of Comcast Business Communications, Inc. from Comcast Corporation, to AT&T Corporation, Completion of Transaction

Dear Mr. Waddell:

On March 4, 2002, Comcast Business Communications, Inc. ("CBC"), by its attorneys, filed an Application regarding the transfer of ownership and control of CBC's ultimate parent, Comcast Corporation ("Comcast"), and thus also CBC, to a newly-created ultimate parent, AT&T Comcast Corporation. The Commission approved this Application on March 26, 2002 at a Director's conference and a final Order was issued on April 17, 2002. This letter is to advise the Commission that the transactions that were the subject of the Application have been completed. As part of the consummation of the transactions, the names of certain parties were modified, but not that of CBC. AT&T Comcast Corporation is now known as Comcast Corporation and is the ultimate parent company of CBC. The former Comcast Corporation has now been renamed Comcast Holdings Corporation. A chart describing the completed transaction before and after the name changes is attached hereto as **Exhibit A**. Because both Comcast Corporation and Comcast Holdings Corporation function as holding companies, they are not required to qualify to do business in this jurisdiction under their new names. As described in the Application, the change in control approved by the Commission is transparent to the public as CBC continues to provide the same services to customers pursuant to the same authorization.

KELLEY DRYE & WARREN LLP

Mr. David Waddell, Executive Secretary  
Tennessee Regulatory Authority  
November 26, 2002  
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Enclosed is an original, thirteen (13) copies and a duplicate copy of this letter. Please date-stamp the duplicate upon receipt and return it in the postage-paid, self-addressed envelope provided. Should there be any questions regarding this matter, please contact the undersigned at the above number.

Very truly yours,

A handwritten signature in cursive script that reads "Erin Weber Emmott".

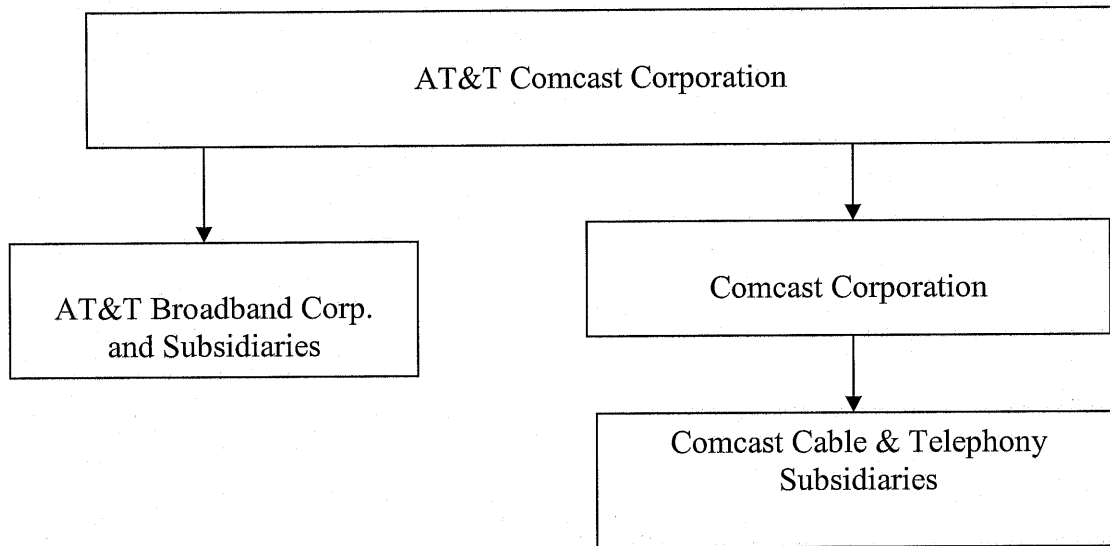
Erin Weber Emmott

Enclosures

# **EXHIBIT A**

# POST CONSUMMATION STRUCTURE

## 1. Before Name Changes



## 2. After Name Changes

